

Resume of Officers and Key Personnel

Omer Varol – CEO & President

Mr. Varol has owned and operated several telecommunications since 1997 of which generated revenue over 156 million per year. His responsibilities covered overall corporate planning, managing department heads and overall operation of the firm from a financial overview.

Mark J. Angell – Secretary & General Counsel

Mr. Angell has performed IXC, CLEC, Operator Services and all related regulatory filings with all the Utility Commission's in the United States for the last 12 years and has supervised compliance with the Commission as well. Mr. Angell also has consulted with numerous telecommunications firms developing networking, facilities, customer service and billing systems.

Mr. Andraz Oblak – Director of Operation

Mr. Oblak, has for the last 5 years been associates with Mr. Varol as his operations manager overseeing the network design and analysis of projects to be implemented into the telecommunications service offering and oversees the main office personnel.

Mr. Mitja Pretnar – Director of Networking

Mr. Pretnar has been with Mr. Vaorl for 5 years overseeing the switches, collocation sites and all equipment and technicians. Mr. Pretnar has been trained by all the equipment vendors as to the operating systems, maintenance and all relative information concerning the equipment he oversees.

Mr. Hayri Barutcu – Customer Relations Manager

Mr. Barutcu has been in telecommunications customer relations positions since 1995 with several firms. Mr. Barutcu has purchased media during this time to market telecommunications services to residential and business customers.

The Applicant, Dial-Around Telecom, Inc. will utilize the technical expertise of the underlying carrier(s) to support the network utilized by the Applicant to originate, transport and terminate the calls over its network.

Mr. Mitja Pretnar and his staff who have been trained by the switch manufacturer in the following areas will support the switch or switches that may or may not be utilized to interface with the underlying carrier(s):

1. Monitoring the switch for line utilization
2. Card exchange
3. Programming Least Cost Routing
4. Call Detail Reports
5. General report generation
6. Alarms
7. Problem resolution
8. General maintenance

The switch manufacture will also support the Applicant's staff concerning any issues that arise with the switch or switches.

Question 6
Contact Persons

- a) Issues relating to processing this application:

Mark Angell, General Counsel
1075 Rosewood Drive
Grapevine, TX 76051
817-329-7424 - telephone
817-421-4789 – facsimile
m.angell@comcast.net

- b) Consumer Issues:

Hayri Barutcu, Customer Relations Manager
1075 Rosewood Drive
Grapevine, TX 76051
877-212-9865 – telephone number
817-421-4789 – facsimile
h.b@dialaround-telecom.com

- c) Customer Complaint Resolution:

Hayri Barutcu, Customer Relations Manager
1075 Rosewood Drive
Grapevine, TX 76051
877-212-9865 – telephone
817-421-4789 – facsimile
h.b@dialaround-telecom.com

- d) Technical and Service quality issues:

Mitja Pretnar, Director of Networking
1075 Rosewood Drive
Grapevine, TX 76051
877-212-9865 – telephone
817-421-4789 – facsimile
m.pretnar@dialaround-telecom.com

e) "tariff and pricing issues:

tariff – Mark Angell, General Counsel
pricing – Andraz Oblak, Director of Operations
1075 Rosewood Drive
Grapevine, TX 76051
877-212-9865 – telephone
817-421-4789 – facsimile
m.angell@comcast.net
a.oblak@dialaround-telecom.com

f) 9-1-1 issues:

Hayri Barutcu, Customer Relations Manager
1075 Rosewood Drive
Grapevine, TX 76051
877-212-9865 – telephone
817-421-4789 – facsimile
h.b@dialaround-telecom.com

g) security/law enforcement:

Mark Angell, General Counsel
1075 Rosewood Drive
Grapevine, TX 76051
817-329-7424 – telephone
817-421-4789 – facsimile
m.angell@comcast.net



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

SEPTEMBER 18, 2003

6311-995-4

DIAL-AROUND TELECOM, INC.
MARK ANGELL
1075 ROSEWOOD DR
GRAPEVINE, TX 76051

RE DIAL-AROUND TELECOM, INC.

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. ENCLOSED PLEASE FIND THE AUTHORITY ACKNOWLEDGING REGISTRATION.

THIS DOCUMENT MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN ILLINOIS IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED, AS PROVIDED BY SECTION 1.10 OF THE BUSINESS CORPORATION ACT OF THIS STATE. FOR FURTHER INFORMATION CONTACT YOUR RECORDER OF DEEDS.

THE CORPORATION MUST FILE AN ANNUAL REPORT AND PAY FRANCHISE TAXES PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SECURITIES CANNOT BE ISSUED OR SOLD EXCEPT IN COMPLIANCE WITH THE ILLINOIS SECURITIES LAW OF 1953, 815 ILLINOIS COMPILED STATUTES, 5/1 ET SEQ. FOR FURTHER INFORMATION, CONTACT THE OFFICE OF THE SECRETARY OF STATE, SECURITIES DEPARTMENT AT (217) 782-2256 OR (312) 793-3384.

SINCERELY YOURS,

JESSE WHITE
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

JW:CD

**Electronic Articles of Incorporation
For**

P02000100462
FILED
September 17, 2002
Sec. Of State

DIAL-AROUND TELECOM, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

DIAL-AROUND TELECOM, INC.

Article II

The principal place of business address:

2637 EAST ATLANTIC BOULEVARD
SUITE 242
POMPANO BEACH, FL. 33062

The mailing address of the corporation is:

2637 EAST ATLANTIC BOULEVARD
SUITE 242
POMPANO BEACH, FL. 33062

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10,000

Article V

The name and Florida street address of the registered agent is:

MARK J ANGELL
2637 EAST ATLANTIC BOULEVARD
SUITE 242
POMPANO BEACH, FL. 33062

I certify that I am familiar with and accept the responsibilities of registered agent.

P02000100462
FILED
September 17, 2002
Sec. Of State

Registered Agent Signature: MARK J. ANGELL

Article VI

The name and address of the incorporator is:

MARK J. ANGELL
2637 EAST ATLANTIC BOULEVARD
SUITE 242
POMPANO BEACH, FLORIDA 33062

Incorporator Signature: MARK J. ANGELL

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
MARK J ANGELL
2637 EAST ATLANTIC BOULEVARD, SUITE 242
POMPANO BEACH, FL. 33062

BALANCE SHEET

Dial-Around Telecom, Inc.
1/30/2004

<u>Assets</u>		<u>Liabilities</u>	
Cash in Bank	\$ 100,000	Salaries/Wages Payable	\$5,000
Notes Receivable	0	Accounts Payable	0
Accounts Receivable	0	Notes Payable	0
Investments	0	Mortgages Payable	0
Other Current Assets	0	Contracts and Bonds Payable	0
Prepaid Expenses	\$ 158,000	TOTAL LIABILITIES	\$5,000
Land and Buildings	0	NET WORTH	
Office Furniture	0	Common Stock	0
Other Equipment	\$1,250,930	Retained Earnings	0
Other Assets	0	Capital	\$1,503,930
TOTAL ASSETS	\$1,508,930	TOTAL LIABILITIES	
		And	
		NETWORTH	\$1,508,930

CHART OF ACCOUNTS

<u>ACCOUNT:</u>	<u>DISCIPTION</u>
2121	Buildings
2122	Furniture
2123	Office support equipment
2124	General purpose computers
2211	Analog electronic switching
2212	Digital electronic switching
2220	Operator system
2232	Circuit Equipment
2321	Customer premises wiring
2351	Public telephone equipment
2362	Other terminal equipment
1120	Cash and equivalents
1160	Temporary investments
1170	Receivables
1171	Allowance for doubtful accounts
1180	Telecommunications accounts receivable (Repealed)
1181	Accounts receivable allowance – Telecommunications (Repealed)
1190	Other accounts receivable (Repealed)
1191	Accounts receivable allowance – Other (Repealed)
1200	Notes Receivable (Repealed)
1201	Notes receivable allowance (Repealed)
1401	Investments in affiliated companies (Repealed)
1410	Other non-current assets
1438	Deferred maintenances and retirements (Repealed)
2000	Instructions for telecommunications plant accounts
2002	Account 2002 Property held for future telecommunication use
2003	Telecommunication plant under construction
2232	Circuit equipment
2690	Intangibles
4000	Current accounts and notes payable
4010	Accounts payable (Repealed)
4020	Notes payable (Repealed)
4100	Net current deferred operating income taxes
4110	Net current deferred non-operating income taxes
4340	Net non-current deferred operating income taxes
4350	Net non-current deferred non-operating income taxes
4999	General Revenue Accounts
5082	Switched access revenue
5083	Special access revenue
5200	Miscellaneous revenue
5999	General – Expense Accounts

CHART OF ACCOUNTS

ACCOUNT:

DISCRIPTION

6540	Access expenses
6620	Services
6720	General and Administration
7250	Provision for deferred operating income taxes – net
7400	Non-operating taxes
7450	Provision for deferred non-operating income taxes - net